

CONSOL ENERGY INC
Form 4
June 27, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GUPTA RAJ

(Last) (First) (Middle)
1800 WASHINGTON ROAD
(Street)
PITTSBURGH, PA 15241
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CONSOL ENERGY INC [CNX]

3. Date of Earliest Transaction
(Month/Day/Year)
02/25/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Shares, \$0.01 par value per share | 02/25/2005 | | P ⁽¹⁾ | 18 ⁽²⁾ A | \$ 21.25 ⁽²⁾ 8,998 ⁽³⁾ | D | |
| Common Shares, \$0.01 par value per share | 05/27/2005 | | P ⁽¹⁾ | 17 ⁽²⁾ A | \$ 23.43 ⁽²⁾ 8,998 ⁽³⁾ | D | |
| Common Shares, | 08/24/2005 | | P ⁽¹⁾ | 12 ⁽²⁾ A | \$ 32.14 8,998 ⁽³⁾ | D | |

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| | | | | | | | | | |
|---|------------|--|-------------|----|------------|---|----------|-----------------------------|---|
| \$0.01 par value per share | | | | | <u>(2)</u> | | | | |
| Common shares, \$0.01 par value per share | 11/25/2005 | | <u>P(1)</u> | 13 | <u>(2)</u> | A | \$ 30.05 | 8,998 <u>(3)</u> <u>(4)</u> | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GUPTA RAJ 1800 WASHINGTON ROAD PITTSBURGH, PA 15241 | | X | | |

Signatures

/s/ Raj Gupta by Stephanie Gill, his attorney-in-fact

06/27/2006

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Shares acquired through IRA accounts with automatic dividend reinvestment features, whereby cash dividends are reinvested into CONSOL Energy Inc. stock.
- (2) The number of shares and closing share prices reported on this Form 4 reflect the two-for-one stock split, payable in the form of a stock dividend to CONSOL Energy Inc. stockholders of record as of May 15, 2006, which was distributed on or about May 31, 2006.
- (3) These shares have not been reported as a separate transaction prior to being reported in this Form 4 but have been included in the total amount of shares reported on a previously filed report.
- (4) Of the 8,998 shares owned directly, 2,292 are deferred stock units including dividend equivalent rights and 964 are restricted stock units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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